



**HEALTH INFORMATION TECHNOLOGY EXCHANGE OF CONNECTICUT
BOARD OF DIRECTORS REGULAR MEETING MINUTES**

Monday, July 23, 2012

4:30 pm – 7:40 pm

**Bureau of Enterprise Systems and Technology
East Hartford, CT**

COMMITTEE MEMBERS PRESENT: Commissioner Jewel Mullen (Chair), Thomas Agresta (Vice Chair), Daniel Carmody (Secretary), Commissioner Roderick Bremby, Kevin Carr, Steve Casey, Peter Courtway, Demian Fontanella (representing Victoria Veltri), Brenda Kelley, John Lynch, Angela Mattie, Betty Jo Pakulis (representing Lt.Gov. Nancy Wyman), Barbara Parks Wolf,

COMMITTEE MEMBERS ABSENT: Ellen Andrews, Ronald Buckman, John Gadea, Mark Masselli, Steven Thornquist

HITE-CT: Scott Murphy (Shipman & Goodwin), David Gilbertson (Chief Executive Officer), John DeStefano (Chief Technology Officer); Chris Kraus (Administrative Project Officer), Lori Reed-Fourquet (Consultant)

STATE AGENCY REPRESENTATIVES: Uma Ganesan (DSS), Mark Heuschkel (DSS), Andrea Schroeter (DSS)

PUBLIC REPRESENTATIVES: Steve Ruth (eHealth CT), Scott Cleary (SMC Partners), Minakshi Tikoo (UCHC), Joan Soulsby (OPM), Ed Tierney (HITE-CT intern), Peter Armstrong (HITE-CT intern)

CALL TO ORDER

J. Mullen recognized a quorum and called the meeting to order at 4:40PM.

HITE-CT BOARD OF DIRECTORS MEETING MINUTES – June 18, 2012

MOTION: A motion was made and seconded by S. Casey and D. Carmody, respectively, to approve the minutes. All in favor. **Motion passed.**

HITE-CT BOARD BUSINESS

Treasurer's Report (T. Agresta)

T. Agresta reported current status as of the end of the fiscal year (6/30/12): total income from the DPH contract: \$2,777,743.37 and total expenses of \$2,895,486.21; total net income of \$79,019.24. (There were funds from the previous fiscal year.)

For current status as of 7/23/12: total assets = \$597,975.94 (\$293,720.06 in bank account; 12,005.88 held in escrow for retirement account; and \$292,250.00 in Accounts Receivable). HITE-CT currently owes \$561,684.46 for contract and personnel costs, leaving a net income of \$36,291.48.

MOTION: A motion was made and seconded by K. Carr and S. Casey, respectively, to accept the Treasurer's report. All in favor. **Motion passed.**

D. Gilbertson noted that JHCohn has been retained through the state DAS Accounting Services contract to oversee the accounting functions, bill payments, and financial reporting going forward.

J. Mullen asked the Board to hear the Committee updates prior to the HITE-CT Agency Business.

MOTION: The motion was made and seconded by J. Lynch and K. Carr, respectively to change the order of the agenda items. **Motion passed.**

COMMITTEE UPDATES

Executive Committee (T. Agresta and J. Mullen)

The Executive met twice in the past month and discussed the Axway contract negotiations, suggested changes, and progress to date. It was recommended that D. Gilbertson continue the negotiation conversation with Axway. D. Gilbertson presented the Committee a modified HITE-CT benefits package, which will be presented later in this meeting. J. Mullen reported that the Committee discussed the HITE-CT Board of Directors term reappointments and vacancies.

Business & Operations (B&O) (K. Carr)

The search for a strong Co-Chair is on-going, yet current efforts have been unsuccessful. K. Carr offered two approaches: 1) take suggestions from the Board for potential candidates, or 2) self-nomination from a Board member to take on the Chairman role, and K. Carr would provide support as a Co-Chair. This committee is important, and we need the right support before launching it. The charge to the B&O Committee includes working with stakeholders in the community to identify business needs and services that HITE-CT should support and developing an operational plan that defines how services will be provided. The goal is to have 6 Committee members, a Chair, and Co-Chair.

Board discussion followed about the importance of defining the work and priorities of the Business & Operations Committee and bringing on someone who has the right skill set and understanding of HIE. J. Lynch highlighted B&O objectives identified a year ago, which includes work with payers and state agencies (e.g., DPH) and other committees and subcommittees (Quality Committee-yet to be created; Legal & Policy). B. Kelley suggested reaching out to our state partners (e.g., Lt. Governor's office, OPM, etc.) for a potential candidate with experience/knowledge of HIE. A. Mattie suggested Board members contact PRO, CHA, and some state agencies to see if anyone is interested in this role. She suggested that a staff person be dedicated to the committee, as the work could require 20-30 hrs. a week. D. Gilbertson noted that Massachusetts hires a staff person for each of their HIE committees, but HITE-CT doesn't currently have the budget to do so. HITE-CT has assigned interns, who are seasoned professionals, to assist each of the committees. D. Gilbertson asked committee chairmen to leverage the interns' skills. K. Carr asked that any recommendations for the Co-Chair/Chair role be forwarded to him. J. Mullen asked that a first meeting be scheduled with the help of an intern.

Finance (D. Carmody)

The Finance Committee has not met since May. D. Carmody has been working with D. Gilbertson on the Axway negotiations and the D&O Insurance policy renewal. D. Carmody mentioned that a Committee member has resigned and needs to be replaced. The Committee's focus has been on policy development, but he suggests that the Committee could help the B&O Committee with solving business problems and creating a long-term approach to the financials. This new direction might require a different skill set for committee members. Since the HIE project has been rescoped with the immediate focus on Direct, the Finance Committee could also assist with evaluating and developing a sustainability model.

Legal and Policy (J. Lynch)

The committee met on 7/11/12 and approved the Participation Agreement. This is Version 1 and will be improved over time. L. Fourquet noted that the Agreement was distributed for review to all Committee members, invitees, and representatives of the pilot organizations, and went through several rounds of legal review. T. Agresta and J. Mullen thanked the committee for their extensive time and excellent work in completing the document. D. Gilbertson noted that the Agreement was created for a full HIE query and retrieve and that we might need a shorter version for Direct

MOTION: A motion was made and seconded by J. Lynch and D. Carmody, respectively, to approve the Participation Agreement. All in favor. **Motion passed.** R. Bremby abstained.

The approved version will be posted to the HITE-CT website.

J. Lynch discussed Opt-In, which has four different forms, thus, creating a workflow issue. He noted that providers will not use four forms. Operationalizing the consent process is a technical challenge, not just for Connecticut, but for all states. D. Carmody added that it is a balancing act to enable the free flow of information while abiding by privacy regulations, especially with a limited budget. J. Mullen asked that the Committee report back with any suggested solutions.

SPECIAL POPULATIONS (B. Kelley)

The Committee has not met since March 2012, as they are waiting to learn more about the direction of the HIE and how it applies to the consumer. B. Kelley noted she is pleased with the new HITE-CT website and that it reflects the Committee's work to date.

TECHNICAL INFRASTRUCTURE (P. Courtway)

The Committee has completed the Onboarding Form. The Community Health Center (CHC) went through the on-boarding process and provided feedback. L. Fourquet noted that it takes about two hours, but the time will vary depending on the use cases. The Form will be distributed for review with follow-up discussion at the next meeting.

HITE-CT AGENCY BUSINESS

CEO Report (D. Gilbertson)

D. Gilbertson reported that HITE-CT completed the first round of interviews for the Program Development Officer position, a role that focuses on marketing and grant research and application. HITE-CT also received many applications for the Customer Relations Manager position, which will be responsible for help desk support.

The D&O Insurance policy was renewed with a limit of \$1 million. D. Gilbertson is inquiring about additional coverage, as comparable organizations have \$5 - \$10 million in D&O coverage. He will follow up with the Executive Committee on quotes.

The ONC PIN update was submitted 7/28/12. Our 9/28 target includes connecting at least 100 providers to HITE-CT Direct to enable electronic exchange of care summaries and implementing one successful use case for Direct. Our 11/1/12 milestones include connecting one hospital lab and one commercial lab to the HITE-CT HIE system for electronic exchange of lab results; and have at least 100 providers enrolled into Direct and/or the HITE-CT HIE for lab exchange. While we do not yet have any providers connected, HITE-CT is identifying target sites to implement these connections. The HITE-CT team is meeting with the Regional Extension Center and the DACs (Direct Assistance Contractors) on 7/2/12 to see how they can combine efforts to increase enrollment. P. Courtway mentioned that CHC is working with HITE-CT,

and they have 218 sites and are anxious to enroll in Direct, along with the full span of HIE. Both D. Gilbertson and J. Mullen emphasized that HITE-CT's primary focus is Direct and achieving our 2012 ONC targets to meet ONC's Stage 1 Meaningful Use requirements. D. Gilbertson mentioned that while proceeding with the pilot would help us identify early challenges, particularly related to consent and technology, it would require some type of extra funding and Board approval. J. Mullen re-emphasized that the \$7.29 million grant can't support a robust HIE exchange.

D. Gilbertson reported that an update to the HITE-CT sustainability plan is due to ONC on 8/13/12 for which he has been working with the Finance Committee members.

D. Gilbertson highlighted his outreach activities in support of HITE-CT. He thanked Bettye Jo Pakulis for arranging a meeting with Lieutenant Governor Wyman and Commissioner Barnes to discuss the financial and support needs of HITE-CT. He will also meet with Representative Ritter and Senator Gerratana to discuss legislative support for the statewide exchange of healthcare data. A meeting with Commissioner Bremby resulted in a partnership with Medicaid. The HITE-CT team is also working with a recently awarded Accountable Care Organization (Medical Professional Services) to provide their exchange solution.

D. Gilbertson presented a revised HITE-CT benefits plan that reflected the Board's recommendations. PTO was reduced from 29 days to 24 days for new employees. The plan includes 6 holidays. He noted that the 401K plan is already set up for vesting from initial date of hire, but can be revisited in 2013. Board members asked that he clarify some of the language, have PTO accrued monthly, and that the insurance stipend be paid monthly. D. Gilbertson will present a revised plan to the Executive Committee at their next meeting with a final version to be distributed for Board review.

D. Gilbertson mentioned that there are two vacancies on the Board and that any recommendations be emailed to C. Kraus. HITE-CT will forward the recommendations to appointees, as appropriate. B.J. Pakulis offered to mention the vacancies at the next criteria meeting she attends.

CTO UPDATE (J. DeStefano)

J. DeStefano gave a presentation about Direct including models used by other states. The PPT presentation will be distributed, and he will provide more detailed information about HISP (Health Internet Service Provider) models at the next Board meeting.

Other Business

D. Gilbertson announced his resignation at HITE-CT, effective 9/11/12, as detailed in a letter to J. Mullen. His upcoming move to Texas was a difficult decision, but he is moving to care for aging parents. He thanked everyone for their support, highlighted the progress made by a great team and the invaluable experience of leading HITE-CT. D. Gilbertson reported that he has developed a transition plan that identifies the operational duties, day-to-day tasks, and strategic issues; their current status, any issues, and who will take on the work. He has also noted that he will continue the Axway contract negotiation and submit a sustainability plan to ONC before he leaves. J. Mullen thanked him for his work.

PUBLIC COMMENT

E. Tierney asked if the state is pursuing any grant money for additional revenue. K. Carr noted that while several years ago HIE type grants were plentiful, current grants tend to be linked to specific business needs and are more difficult to acquire.

EXECUTIVE SESSION

Pursuant to Conn. Gen. Stat. Section 1-210(b)(10), to discuss communications privileged by attorney-client relationship relating to the contract between HITE-CT and Axway, Inc. and regarding correspondence received from David Gilbertson.

MOTION At 6:35 p.m. a motion was made and seconded by S. Casey and J. Lynch, respectively, to move into Executive Session to discuss attorney-client privileged communications relating to the contract between HITE-CT and Axway, Inc. and correspondence received from David Gilbertson. All in favor.

Motion passed.

S. Murphy, D. Gilbertson, J. DeStefano, Mark Heuschkel (on behalf of Commissioner Bremby), C. Kraus, and L. Fourquet were invited into the Executive Session relating to the contract between HITE-CT and Axway, Inc. At 7:05 PM. all non-Board members were excused from the Executive Session except Scott Murphy to continue discussion related to correspondence received from David Gilbertson. Executive Session ended at 7:41 PM.

ADJOURNMENT

MOTION: At 7:41 PM. a motion was made and seconded to adjourn. All in favor. **Motion passed.** The meeting adjourned at 7:41 PM.

SCHEDULE OF MEETINGS

August 20, 2012